



PUBLIC NOTICE

Federal Communications Commission
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DA 14-1323

Released: September 12, 2014

**DOMESTIC SECTION 214 APPLICATION FILED FOR THE TRANSFER OF CONTROL OF
24/7 MID-ATLANTIC NETWORK, LLC TO CROWN CASTLE NG ATLANTIC LLC**

STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 14-147

Comments Due: September 26, 2014

Reply Comments Due: October 3, 2014

On September 3, 2014, GRI Fund #2 L.P. (GRI Fund) and Crown Castle NG Atlantic LLC (CCNG-Atlantic) (collectively Applicants) filed an application pursuant to section 63.03 of the Commission's rules to transfer indirect control of 24/7 Mid-Atlantic Network LLC (24/7-MAN) from GRI Fund to CCNG-Atlantic.¹

24/7-MAN, a Delaware limited liability company, primarily operates in the Baltimore/Washington, D.C. metropolitan area and, together with its affiliates, has over 800 route miles of fiber optic infrastructure in Maryland, Delaware, Virginia, and the District of Columbia. 24/7-MAN provides a variety of telecommunications and other services to government, education, financial, healthcare, commercial, and carrier customers. 24/7-MAN is a wholly-owned direct subsidiary of 24/7 Chesapeake Holdings, LLC (Holdings), which is majority owned by GRI Fund, a Delaware limited partnership and a privately held investment fund. GRI Fund, is held by several private U.S. trusts.²

CCNG-Atlantic, a Virginia limited liability company, is a wholly owned subsidiary of Crown Castle Solutions Corp. (Solutions), a Delaware corporation. Solutions is, in turn, a wholly-owned indirect subsidiary of CCI, a Delaware corporation. CCI, through certain of its indirect subsidiaries, owns, operates, leases, and manages over 39,600 towers and rooftop sites for wireless communications, enabling wireless coverage to 98 of the top 100 U.S. markets. Solutions and its subsidiaries, including CCNG-Atlantic, have deployed approximately 13,000 distributed antenna system (DAS) networks and small cell nodes; additional DAS and small cell nodes and fiber are under construction and/or under consideration. Wholly owned subsidiaries of Solutions hold authorizations to provide intrastate telecommunications services in the District of Columbia and in every state except Alaska, Maine, Montana, Nebraska, New

¹ 47 C.F.R § 63.03; *see* 47 U.S.C. § 214.

² *See* Application, Exh. A for additional ownership information of GRI Fund.

Hampshire, South Dakota, Vermont, West Virginia, and Wyoming.³ CCI is a publicly traded company and asserts it has no ten percent or greater interest holders. Applicants state that T. Rowe Price Associates, Inc., a Maryland corporation, is a beneficial owner of 12.6 percent of the stock of CCI, but its voting power is limited to less than 4 percent of the CCI securities.

Pursuant to the terms of the Equity Interest Purchase Agreement, GRI Fund, Rich Family Ventures LLC, and CCNG-Atlantic, CCNG-Atlantic will acquire all of the issued and outstanding membership units of Holdings from GRI Fund. As a result, Holdings will become a direct wholly owned subsidiary of CCNG-Atlantic. The Applicants state the 24/7-MAN will become a wholly owned indirect subsidiary of CCNG-Atlantic and, ultimately, of CCI. Applicants assert that the proposed transaction is entitled to presumptive streamlined treatment under section 63.03(b)(2)(i) of the Commission's rules and that a grant of the application will serve the public interest, convenience, and necessity.⁴

Domestic Section 214 Application Filed for the Transfer of Control of 24-7 Mid-Atlantic Network, LLC from GRI Fund #2, L.P. to Crown Castle NG Atlantic LLC, WC Docket No. 14-147 (filed Sept 3, 2014).

GENERAL INFORMATION

The transfer of control identified herein has been found, upon initial review, to be acceptable for filing as a streamlined application. The Commission reserves the right to return any transfer application if, upon further examination, it is determined to be defective and not in conformance with the Commission's rules and policies. Pursuant to section 63.03(a) of the Commission's rules, 47 CFR § 63.03(a), interested parties may file comments **on or before September 26, 2014**, and reply comments **on or before October 3, 2014**. Pursuant to section 63.52 of the Commission's rules, 47 C.F.R. § 63.52, commenters must serve a copy of comments on the Applicants no later than the above comment filing date. Unless otherwise notified by the Commission, the Applicants may transfer control on the 31st day after the date of this notice.

Pursuant to section 63.03 of the Commission's rules, 47 CFR § 63.03, parties to this proceeding should file any documents in this proceeding using the Commission's Electronic Comment Filing System (ECFS): <http://fjallfoss.fcc.gov/ecfs2/>.

In addition, e-mail one copy of each pleading to each of the following:

- 1) Tracey Wilson, Competition Policy Division, Wireline Competition Bureau, tracey.wilson@fcc.gov;
- 2) Dennis Johnson, Competition Policy Division, Wireline Competition Bureau, dennis.johnson@fcc.gov;
- 3) Jim Bird, Office of General Counsel, jim.bird@fcc.gov.

People with Disabilities: To request materials in accessible formats for people with disabilities (braille, large print, electronic files, audio format), send an e-mail to fcc504@fcc.gov or call the Consumer & Governmental Affairs Bureau at (202) 418-0530 (voice), (202) 418-0432 (tty).

³ In addition to CCNG-Atlantic, the following subsidiaries of Solutions hold blanket domestic 214 authority: Crown Castle NG East LLC; Crown Castle NG Central LLC; Crown Cast NG West LLC; CA-CLEC, LLC; InSITE Solutions, LLC; NewPath Networks, LLC; PA-CLEC LLC d/b/a Pennsylvania-CLEC LLC; and WA-CLEC, LLC.

⁴ 47 C.F.R. § 63.03(b)(2)(i).

The proceeding in this Notice shall be treated as a “permit-but-disclose” proceeding in accordance with the Commission’s ex parte rules. Persons making ex parte presentations must file a copy of any written presentation or a memorandum summarizing any oral presentation within two business days after the presentation (unless a different deadline applicable to the Sunshine period applies). Persons making oral ex parte presentations are reminded that memoranda summarizing the presentation must (1) list all persons attending or otherwise participating in the meeting at which the ex parte presentation was made, and (2) summarize all data presented and arguments made during the presentation. If the presentation consisted in whole or in part of the presentation of data or arguments already reflected in the presenter’s written comments, memoranda or other filings in the proceeding, the presenter may provide citations to such data or arguments in his or her prior comments, memoranda, or other filings (specifying the relevant page and/or paragraph numbers where such data or arguments can be found) in lieu of summarizing them in the memorandum. Documents shown or given to Commission staff during ex parte meetings are deemed to be written ex parte presentations and must be filed consistent with rule 1.1206(b), 47 C.F.R. § 1.1206(b). Participants in this proceeding should familiarize themselves with the Commission’s ex parte rules.

For further information, please contact Tracey Wilson at (202) 418-1394 or Dennis Johnson at (202) 418-0809.

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